



ILLINOIS GAMING BOARD

Bruce Rauner • *Governor* Don Tracy • *Chairman* Agostino Lorenzini • *Acting Administrator*

160 North LaSalle ♠ Suite 300 ♣ Chicago, Illinois 60601 ♥ tel 312/814-4700 ♦ fax 312/814-4602

Notice of Illinois Gaming Board Meeting Regular Board Meeting - Riverboat

The Illinois Gaming Board will convene a regular meeting of the Board in Open Session on Wednesday, August 1, 2018 at 1:00 P.M. in the Board's Conference Room on the 3rd floor of the Michael A. Bilandic Building, and immediately retire to Closed Executive Session. The Board will reconvene its regular meeting in Open Session on Thursday, August 2, 2018 at 9:00 A.M. on the 5th floor of the Michael Bilandic Building. The subject matters to be discussed are included on the attached proposed Riverboat agenda.

Please note that the regular Riverboat meeting agenda is typically posted 48 hours prior to the scheduled meeting date.



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Illinois Gaming Board Regular Meeting - Riverboat Agenda

Wednesday, August 1, 2018

- I. OPEN SESSION – Call to Order
 - a. Roll Call
 - b. Motion to Enter into Executive Session
- II. CLOSED EXECUTIVE SESSION
 - a. Review of Closed Session Minutes:
 - i. Consideration of the minutes of the closed executive session of June 12, 2018
 - b. Investigations
 - c. Litigation
 - d. Personnel
 - e. Motion to adjourn Closed Session and Reconvene Open Session
- III. OPEN SESSION
 - a. Motion to adjourn to Thursday, August 2, 2018 at 9:00 A.M.

Thursday, August 2, 2018

- IV. OPEN SESSION (reconvened)
 - a. Call to Order
 - b. Roll Call
 - c. Review of Open Session Minutes:
 - i. Consideration of the minutes of the open session of June 13, 2018
 - d. Chairman's Report/Comments
 - e. Board Member Comments
 - f. Administrator's Report
 - g. Public Commentary
 - h. Owner Licensee Items:
 - i. Initial Consideration:
 - 1. **Elgin Riverboat Resort** – Riverboat Casino d/b/a Grand Victoria Casino Eldorado Resorts, Inc. – Request for Initial Consideration and Waiver of Two Meeting Rule for Financing Transactions in connection with Eldorado Resorts, Inc. acquisition of Elgin Riverboat Resort – Riverboat Casino d/b/a Grand Victoria Casino including subsidiary guarantee of debt.
 - 2. **Caesars Entertainment Corporation** - Request for Initial Consideration for a Financing Transaction in connection with the proposed debt combination for Caesars Entertainment Operating Company and Caesars Resort Collection with issuance of up to \$1 billion in Senior Unsecured Notes and up to \$5.7 billion in Term Loans including subsidiary guarantee of debt by Des Plaines Development Limited Partnership d/b/a Harrah's Joliet Casino & Hotel and Southern Illinois Riverboat Casino Cruises, LLC d/b/a Harrah's Metropolis Casino.
 - ii. Final Consideration:
 - 1. **HC Joliet, LLC d/b/a Hollywood Casino Joliet** – License Renewal
 - 2. **Elgin Riverboat Resort d/b/a Grand Victoria Casino** – Request for Final Consideration for Transfer of Ownership Interest in Elgin Riverboat Resort – Riverboat Casino d/b/a Grand Victoria Casino from MGM Elgin Sub, Inc. and Illinois RBG, LLC to Elgin Holdings I LLC and Elgin Holdings II LLC, buyer purchasing subsidiaries of Eldorado Resorts, Inc., as set forth in the Interest Purchase Agreement dated April 15, 2018. Closing of the transaction to occur at a mutually agreed date by the buyer and sellers and approved by IGB.
 - 3. **Eldorado Resorts, Inc.** – Request for Final Consideration of a subsidiary guarantee of Eldorado Resorts, Inc.'s current debt consisting of a \$1.75 billion Credit Facility, \$875 million 6% Senior Unsecured Notes, \$375 million 7% Senior Unsecured Notes and issuance of up to \$1 billion Senior Unsecured Notes in connection with Eldorado Resorts, Inc. acquisition of Tropicana Entertainment.
 - 4. **Key Persons related to transfer of ownership in Elgin Riverboat Resort** – Riverboat Casino d/b/a Grand Victoria Casino
 - a. Key Person Business Entities:

- i. **Elgin Holdings I LLC**
 - ii. **Elgin Holdings II LLC**
 - iii. **Eldorado Resorts, Inc.**
 - iv. **Recreational Enterprises, Inc.**
 - b. Key Person Trust:
 - i. **The Donald L. Carano Family Trust**
 - c. Key Persons:
 - i. **Anthony Carano** – Executive Vice President of Operations and General Counsel of Eldorado Resorts, Inc.
 - ii. **Cindy Carano** – Trustee/Beneficiary
 - iii. **Gary Carano** – Chairman of the Board and Chief Executive Officer of Eldorado Resorts, Inc. and Trustee/Beneficiary
 - iv. **Gene Carano** – Trustee/Beneficiary
 - v. **Glenn Carano** – Trustee/Beneficiary
 - vi. **Gregg Carano** – Trustee/Beneficiary
 - vii. **Rhonda Carano** – Trustee/Beneficiary
 - viii. **John Frankovich** – Trustee
 - ix. **Edmund Quatmann** – Secretary and Chief Legal Counsel of Eldorado Resorts, Inc.
 - x. **Thomas Reeg** – President and Chief Financial Officer of Eldorado Resorts, Inc.
 - d. Key Person Institutional Investors:
 - i. **FMR, LLC**
- 5. **David S. Krasn** – Par-A-Dice Gaming Corporation d/b/a Par-A-Dice Hotel Casino – Vice President of Internal audit for Boyd Gaming Corporation – Key Person
- 6. **Susan Carletta** – Southern Illinois Riverboat/Casino Cruises d/b/a Harrah's Metropolis Casino & Des Plaines Development Limited Partnership d/b/a Harrah's Joliet Casino & Hotel – Senior Vice President, Chief Regulatory and Compliance Officer, and Deputy General Counsel – Key Person
- 7. **Johnathon D. Eilian** - Des Plaines Development Limited Partnership d/b/a Harrah's Joliet Hotel & Casino –Key Person
- i. Supplier Licensee Items:
- j. Occupational Licensee Items:
 - i. Approvals, & Denials – Level 2 and Level 3 Licenses
 - ii. Requests for Hearing and Requests to Reapply
 - iii. Disciplinary Actions
- k. Personnel
- l. Litigation
- m. Motion to Adjourn